



the AMAZING SPIDER-MAN®



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BUGLE GIRL



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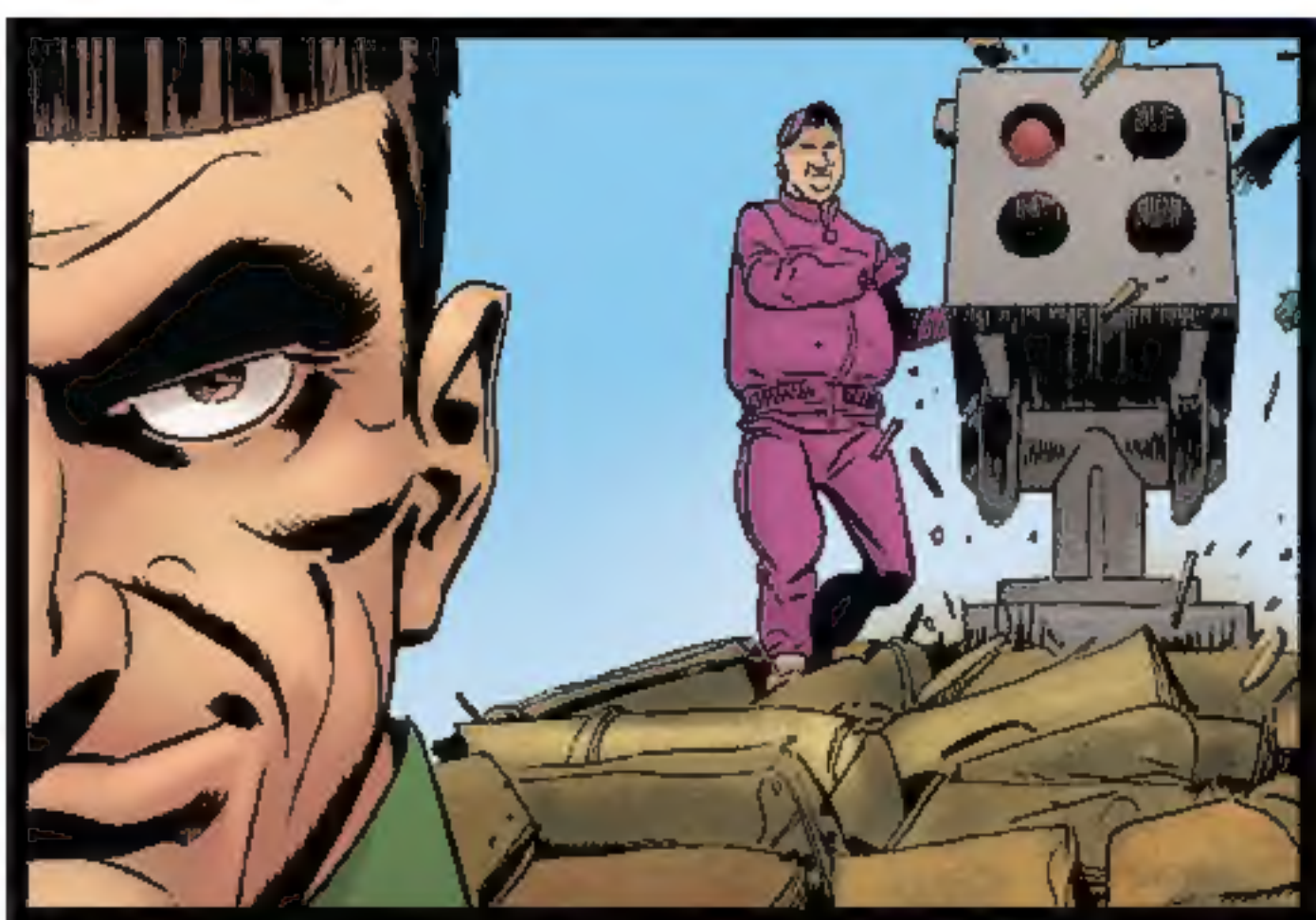
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CAT SCRATCH FEVER – The baddest feline in town is back, robbing from the rich, giving to herself and occasionally busting a crime or two. What's her angle? And why has she been seen near City Hall? [more...](#)



A VIEW FROM THE FISH BOWL! Quentin "Mysterio" Beck was last spotted on a rooftop speaking with a mysterious woman and sources say they were "on the hunt" – what's his game? Or was it an illusion? [more...](#)



THE HAVE-NOTS HAVE HAD ENOUGH! – May Parker, former employee of the month at Martin Li's F.E.A.S.T. center has pushed residents of the center too far with her new gruff attitude. "I've lived on the streets for nine years, I ain't never got this kind of abuse" said Greta Meyers, a F.E.A.S.T. resident. What's gotten into this woman? [more...](#)



Mr. Negative. Since Spider-Man's return from a brief retirement at the end of the Superhuman Civil War, this monochromed mastermind has tormented the webbed wonder at every turn. He rebooted mob toadie Hammerhead as a cybernetic enforcer; killed the Maggia competition with his "Devil's Breath," a toxin which, when encoded with a specific DNA set, can kill anyone within that DNA's lineage; and even briefly controlled Spider-Man's mind with his corrupting touch (the same touch, coincidentally, he used to stop Peter's Aunt May from discovering his true identity as billionaire philanthropist Martin Li.)

Spider-Man has also recently been romantically involved with his old rival the Black Cat. Cat may have evolved from criminal to crime-fighting burglar with a conscience, but Spidey's relationship with her is testing his own. It's a strictly no-strings-attached arrangement, something Pete's not comfortable with. Beyond that, she IS a criminal, conscience or not.

During his very first encounter with Mr. Negative, Spider-Man gave up a sample of his own blood in exchange for the safe delivery of the innocent daughter of a Maggia honcho. Though Negative may not know Spider-Man's true identity as Peter Parker, the power his "Devil's Breath" holds over the Parker bloodline remains a sinister burden...

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OUT FOR BLOOD





PLEASE!
THIS'S SERIOUS
BUSINESS. LIFE
OR DEATH!

OOH.
SECURITY
CAMERA.

SO REMIND
ME. WHY'RE
WE HERE
AGAIN?

WE'RE
HERE...

"...BECAUSE ONE OF MY
WORST ENEMIES, MR.
NEGATIVE, HAS BEEN
MIXING UP THIS POISON
OF HIS CALLED **THE
DEVIL'S BREATH.**

"...A POISON
SPECIFICALLY
DESIGNED TO KILL
ME--AND
ONLY ME.

"AND THE KEY
INGREDIENT IS
A SAMPLE OF
MY BLOOD--"



NOT ASKING
FOR A RECAP, SWEETIE.
I KNOW WHAT I'M HERE
TO GRAB. I MEANT WHY'RE
WE HERE. I WORK
BETTER ALONE.

AND SINCE
HE HAS HIS OWN
BRAND OF **SPIDER-MAN
PESTICIDE**, THIS'S THE
LAST PLACE YOU
SHOULD BE.

NEGATIVE IS
MAJOR LEAGUE,
FELICIA. I COULDN'T
SEND YOU INTO HIS
COMPOUND WITHOUT
WATCHING YOUR
BACK.



YOUR
SAFETY HERE IS MY
RESPONSIBILITY.

AWW. AND
HERE I THOUGHT
YOU WANTED SOME
ALONE TIME
WITH ME.



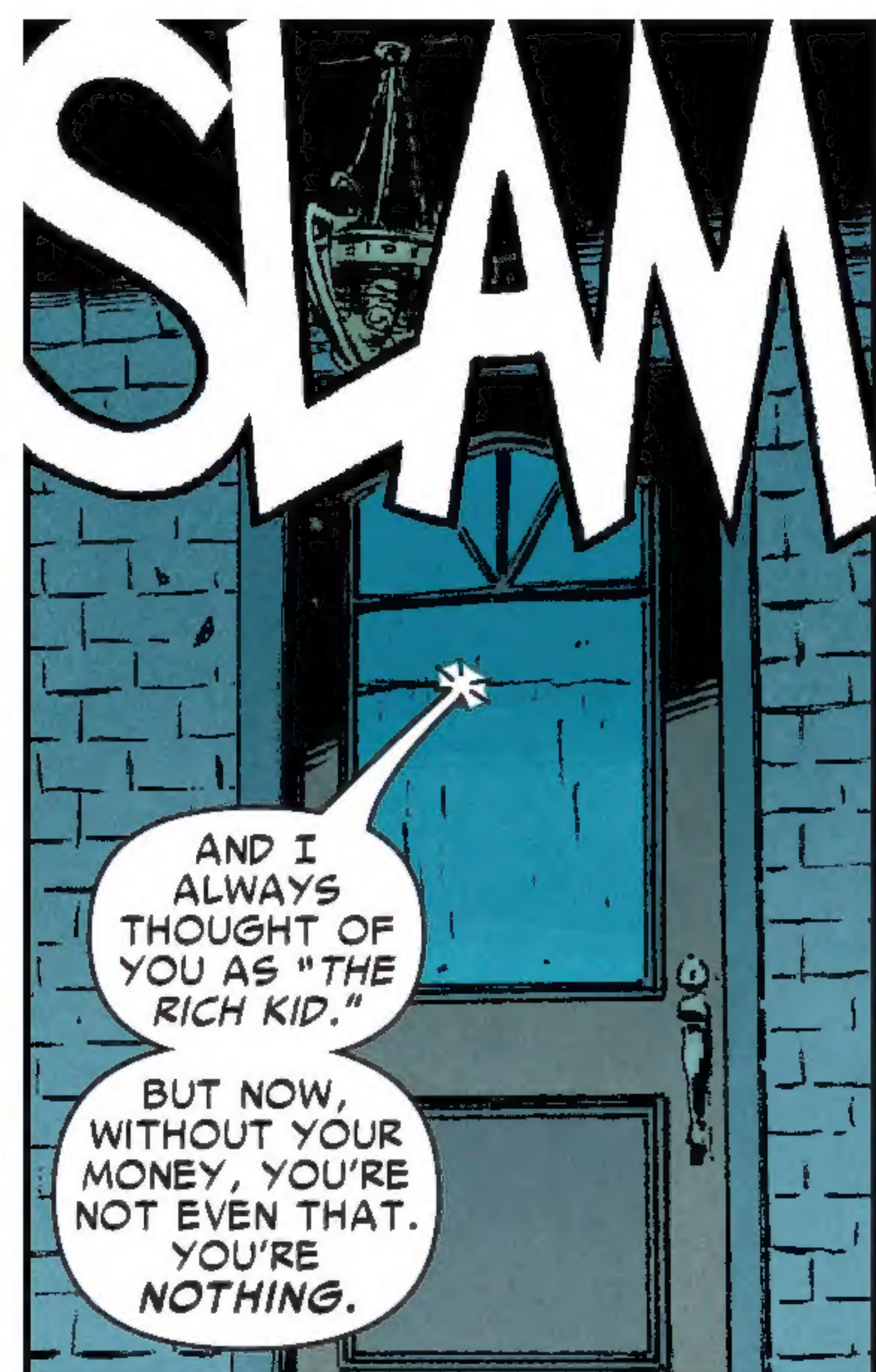
HATE TO
BREAK IT TO YOU,
PUSSYCAT, BUT
WE'RE HARDLY
ALONE.

TSCH.
GOT IT
COVERED.



WHAT?
COULD A'
SWORN I
CHARGED
THIS
THING.





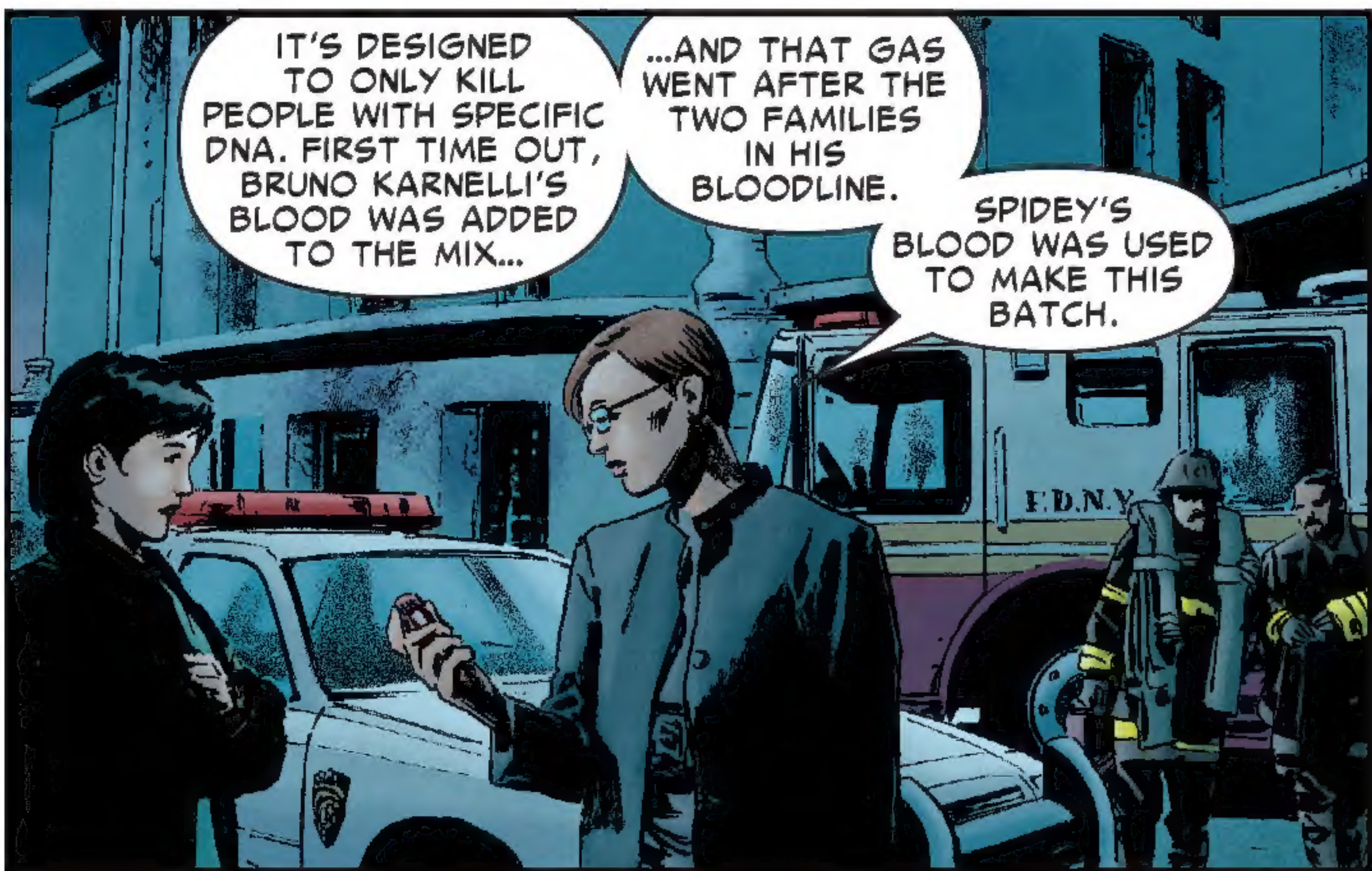


AND IT'S GOING TO TAKE FOREVER TO DIG THROUGH THIS MESS.

HOW SOON TILL IT'S SAFE TO GO IN THERE, COOPER? THAT GAS STILL HAS ME WORRIED.

THE GAS ISN'T AN ISSUE, CAPTAIN. I'VE DEALT WITH IT BEFORE.

MYSTERIO SET OFF EXPLOSIVES INSIDE LAST ISSUE--STEVE.



IT'S DESIGNED TO ONLY KILL PEOPLE WITH SPECIFIC DNA. FIRST TIME OUT, BRUNO KARNELLI'S BLOOD WAS ADDED TO THE MIX...

...AND THAT GAS WENT AFTER THE TWO FAMILIES IN HIS BLOODLINE.

SPIDEY'S BLOOD WAS USED TO MAKE THIS BATCH.



I'VE GOT A SAMPLE. WITH ANY LUCK, I'LL BE ABLE TO BREAK IT DOWN AND RE-CREATE IT IN THE LAB.



JUST WHAT OUR DEPARTMENT NEEDS: A GAS THAT CAN KILL SPIDER-MAN.

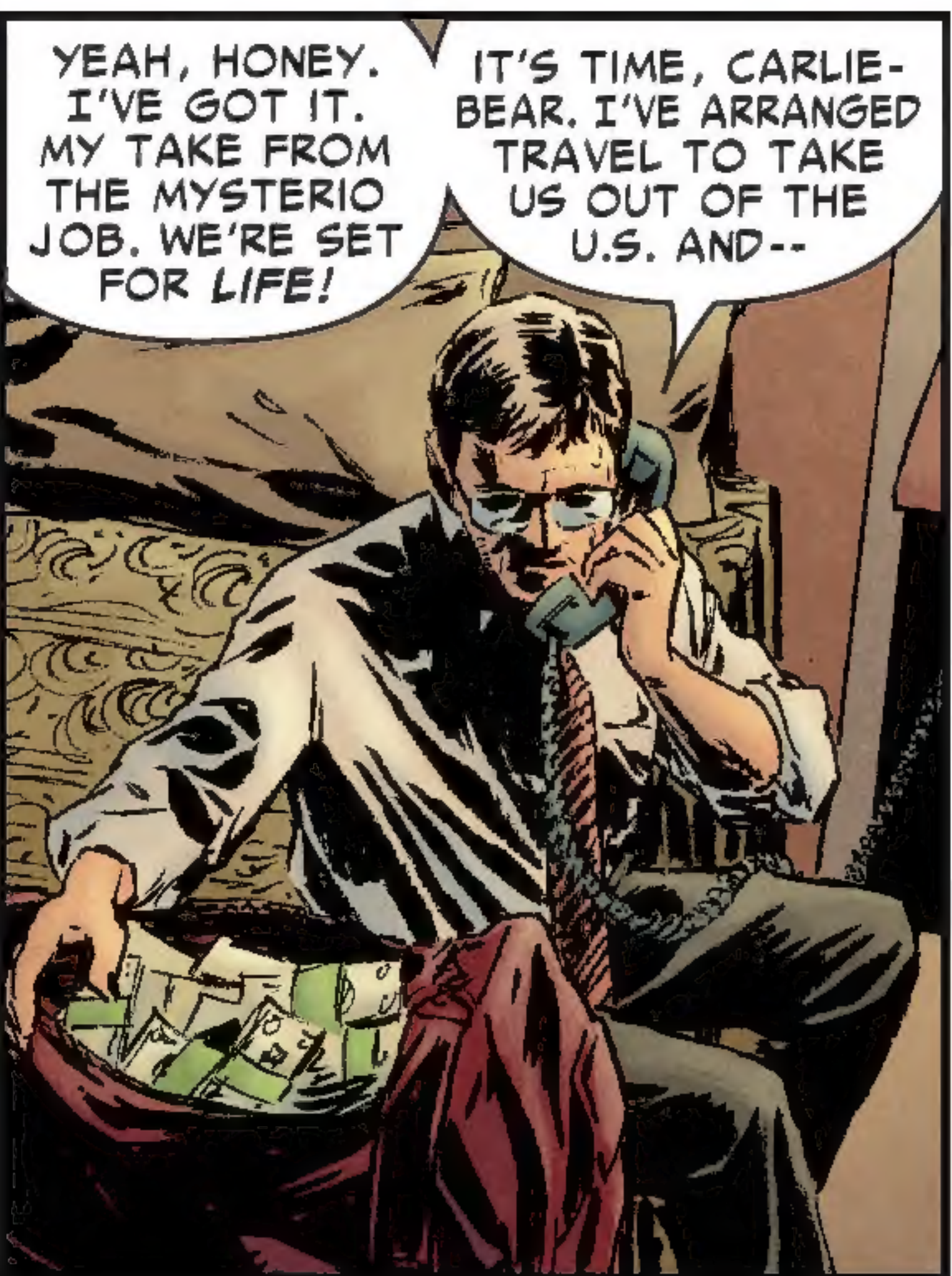
IF YOU DIDN'T PICK UP ON THAT COOPER, THAT WAS SARCASM!

CAPTAIN, I DIDN'T MEAN IT LIKE THAT. I THINK I CAN FIGURE OUT THE PRE-CODED FORMULA--



OFFICER CARLIE COOPER, HERE. HOW CAN I--

DAD? IS THAT YOU?



YEAH, HONEY. I'VE GOT IT. MY TAKE FROM THE MYSTERIO JOB. WE'RE SET FOR LIFE!

IT'S TIME, CARLIE-BEAR. I'VE ARRANGED TRAVEL TO TAKE US OUT OF THE U.S. AND--



NOT OVER THE PHONE. I'LL TELL YOU WHERE WE CAN MEET.

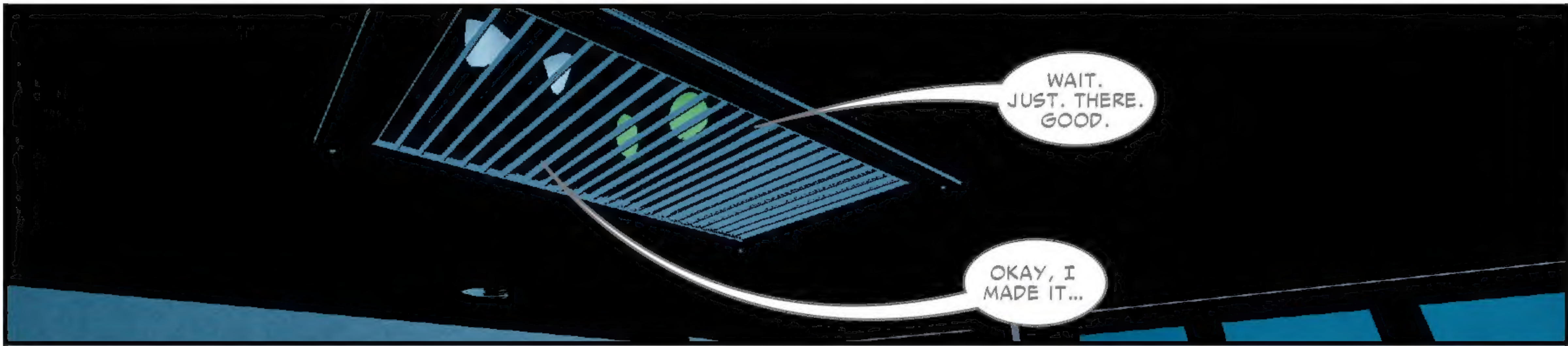
YES. A SECLUDED SPOT...



"...JUST THE TWO OF US."

GNH. THAT'S A PRETTY TIGHT FIT.

NOW IF YOU COULD SQUEEEZE PAST ME...



WAIT. JUST. THERE. GOOD.

OKAY, I MADE IT...



...SO WHY DO YOU NEED ME UP HERE?

WANT ME TO CHECK SOMETHING OUT WITH MY SPIDER-SENSE?

NO.



I WANT TO DO...



...THIS.



WHAT?! NOW?! IN THE MIDDLE OF THE BAD GUY'S LAIR?!

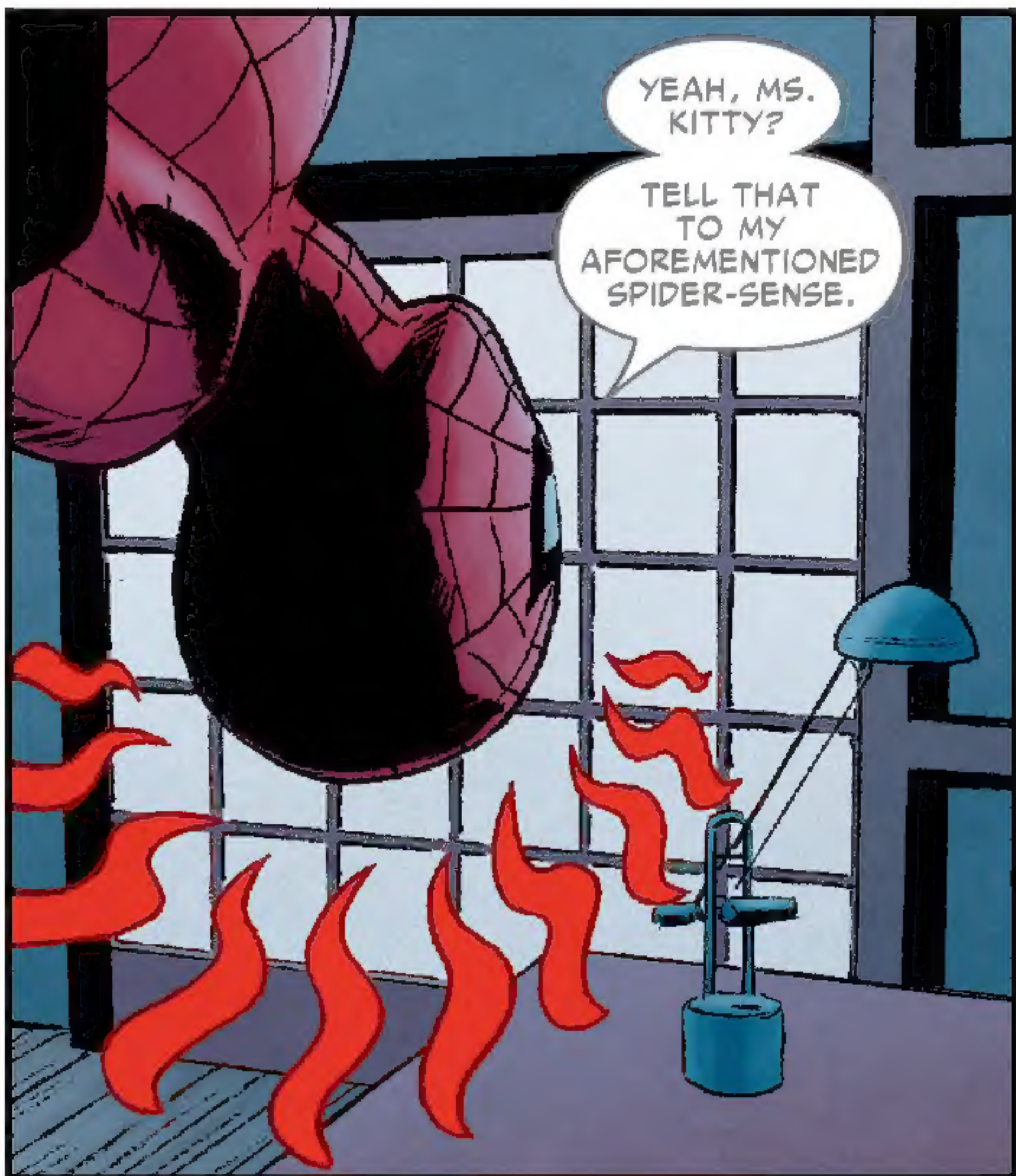
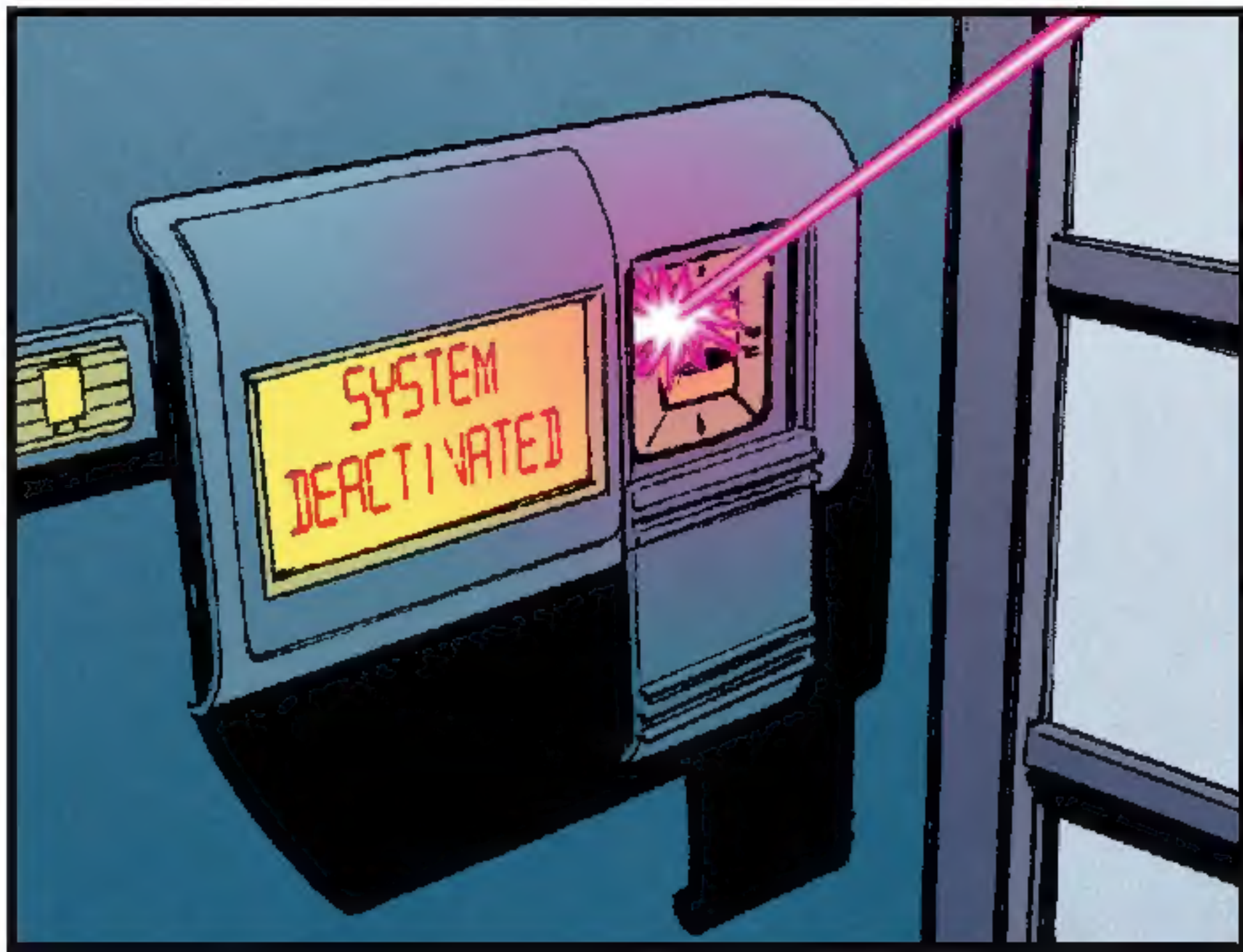
I KNOW. CAN YOU THINK OF ANYWHERE HOTTER?



CAT!



ATCH- YOU ARE NO FUN AT ALL TONIGHT.



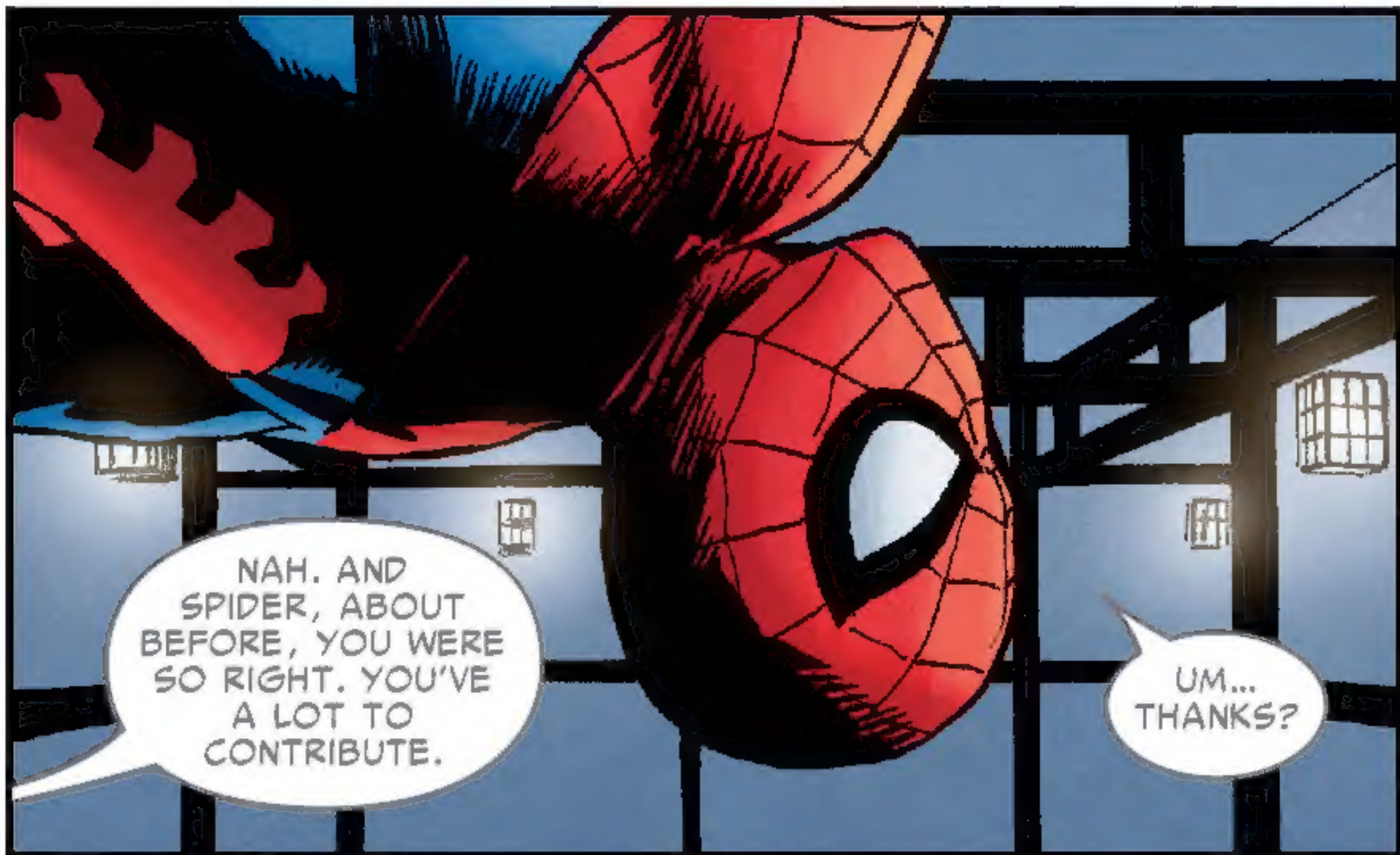


HURT YOU
TO SAY THAT,
DIDN'T IT?

LI'L BIT.
PICKING UP
ANYTHING?

YEAH.
SOMETHING'S
COMING. OODLES
OF IT. AND
FAST.

MAYBE
WE SHOULD
PACK IT
IN?



NAH. AND
SPIDER, ABOUT
BEFORE, YOU WERE
SO RIGHT. YOU'VE
A LOT TO
CONTRIBUTE.

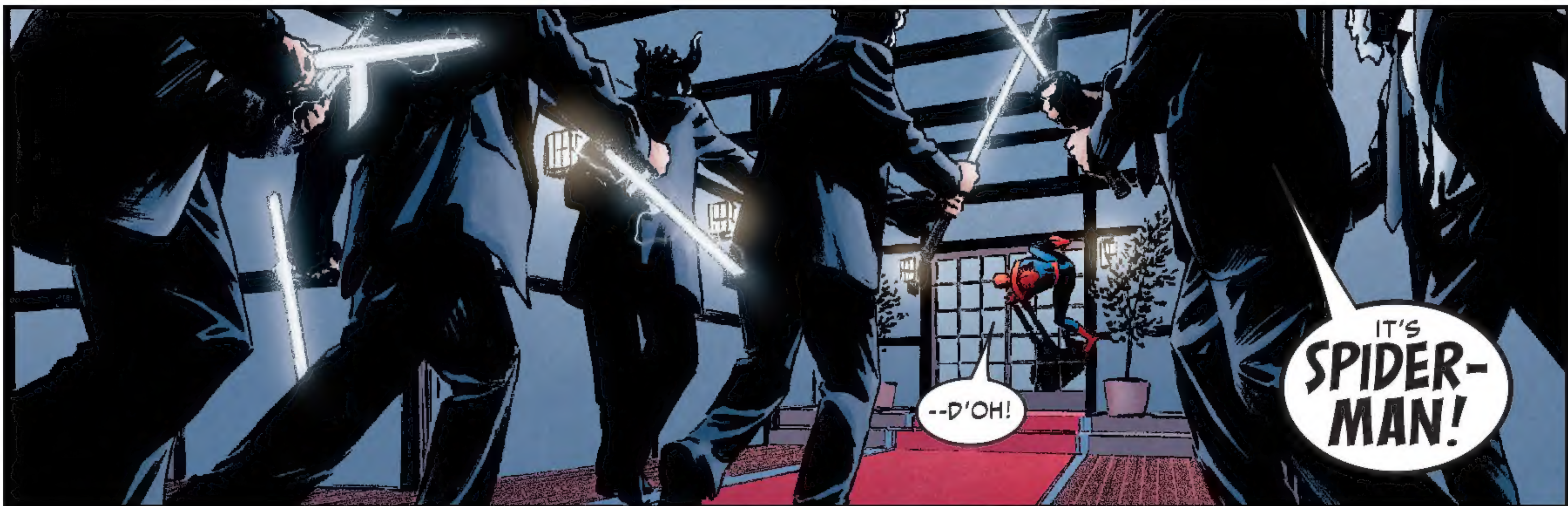
UM...
THANKS?



LIKE
DISTRACTIONS.

YOU
MAKE THE *BEST*
DISTRACTION!

CAT! NO!
DON'T CLOSE
THAT--



--D'OH!

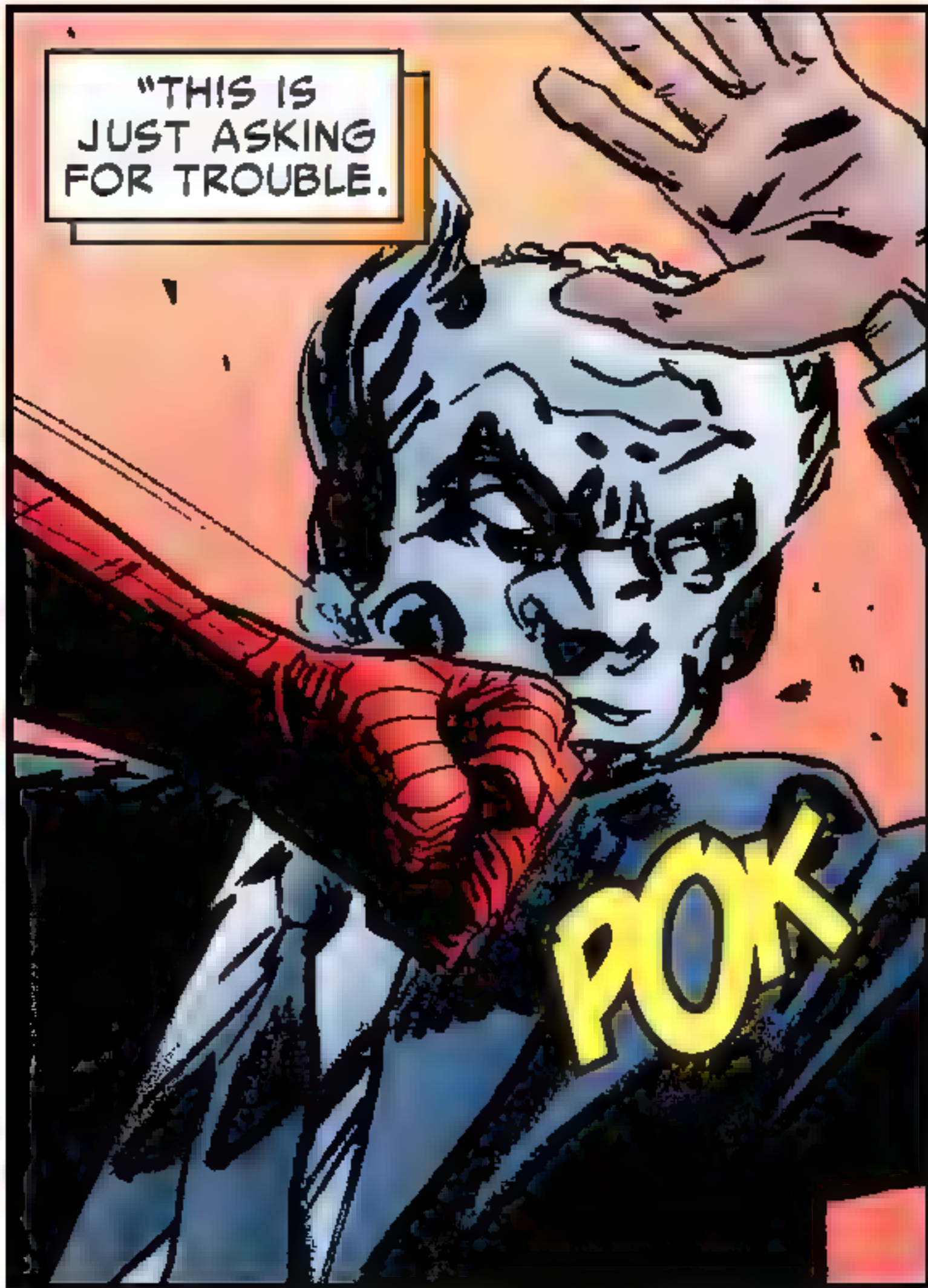
IT'S
**SPIDER-
MAN!**



AAAAATTACK!

KNEW
IT. SHOULD A'
STAYED IN
BED.







MR. NEGATIVE.

I'VE BEEN WAITING FOR THIS. SEE, I'VE FIGURED OUT HOW YOUR POWER WORKS. YOU CREATE A NEGATIVE CHARGE.

VERY GOOD, SPIDER-MAN.

YOU CAN USE IT ON PEOPLE, THE WAY YOU BROUGHT OUT MY NEGATIVE SIDE. BUT I FOUGHT THROUGH IT, AND THAT WON'T WORK ON ME TWICE.

NO. IT WON'T.

YOU CAN CHARGE UP WEAPONS. YOU CAN EVEN CHARGE YOURSELF UP AND GIVE YOURSELF SOME SUPER-STRENGTH.

SEE MR. NEGATIVE #1-#3 --STEVE.



BUT YOU KNOW WHAT? EVERYBODY'S GOT THAT. BIG DEAL.



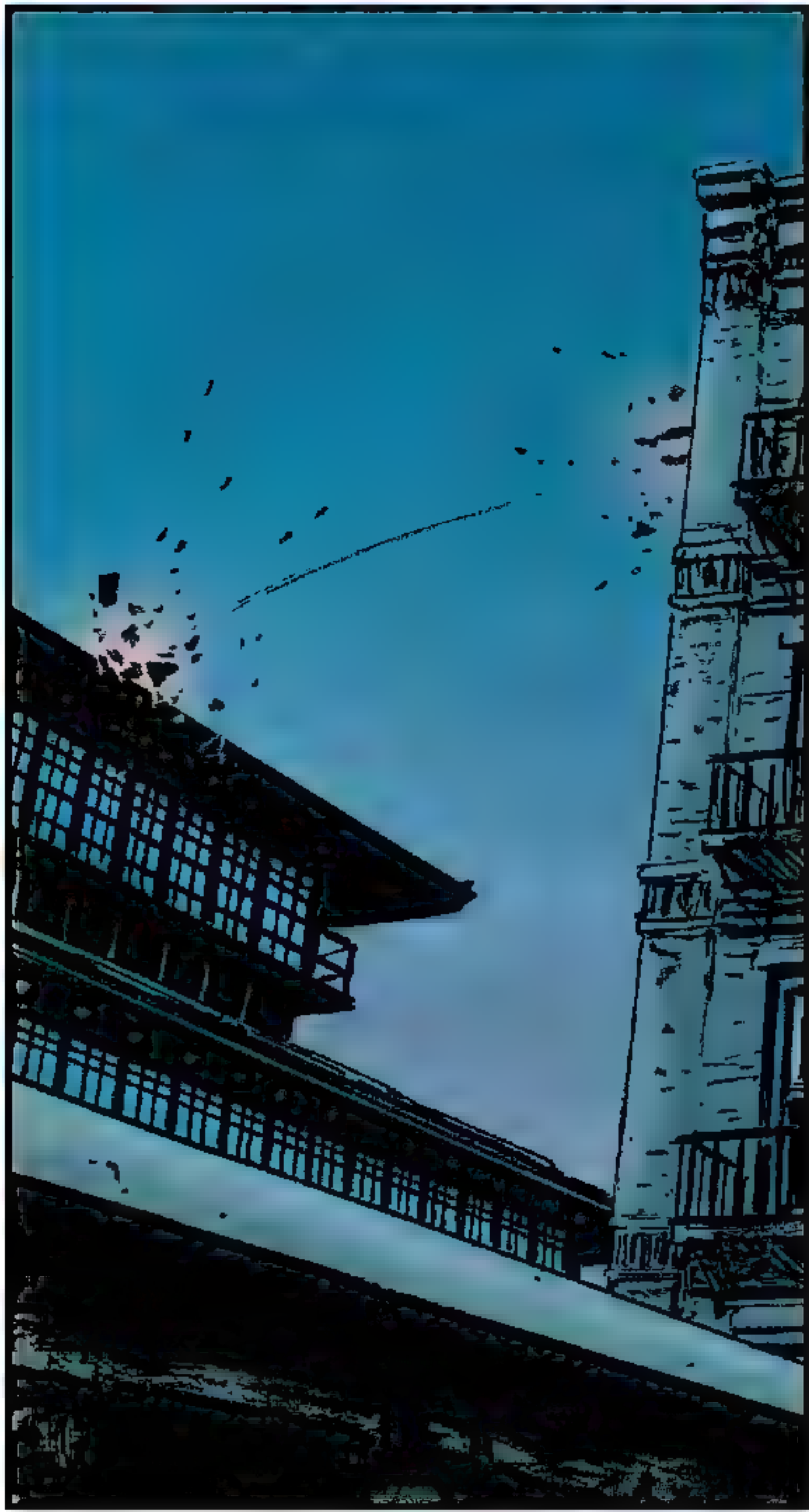
YES. YOU'VE SEEN ME DISPLAY A MEASURE OF "SUPER-STRENGTH."

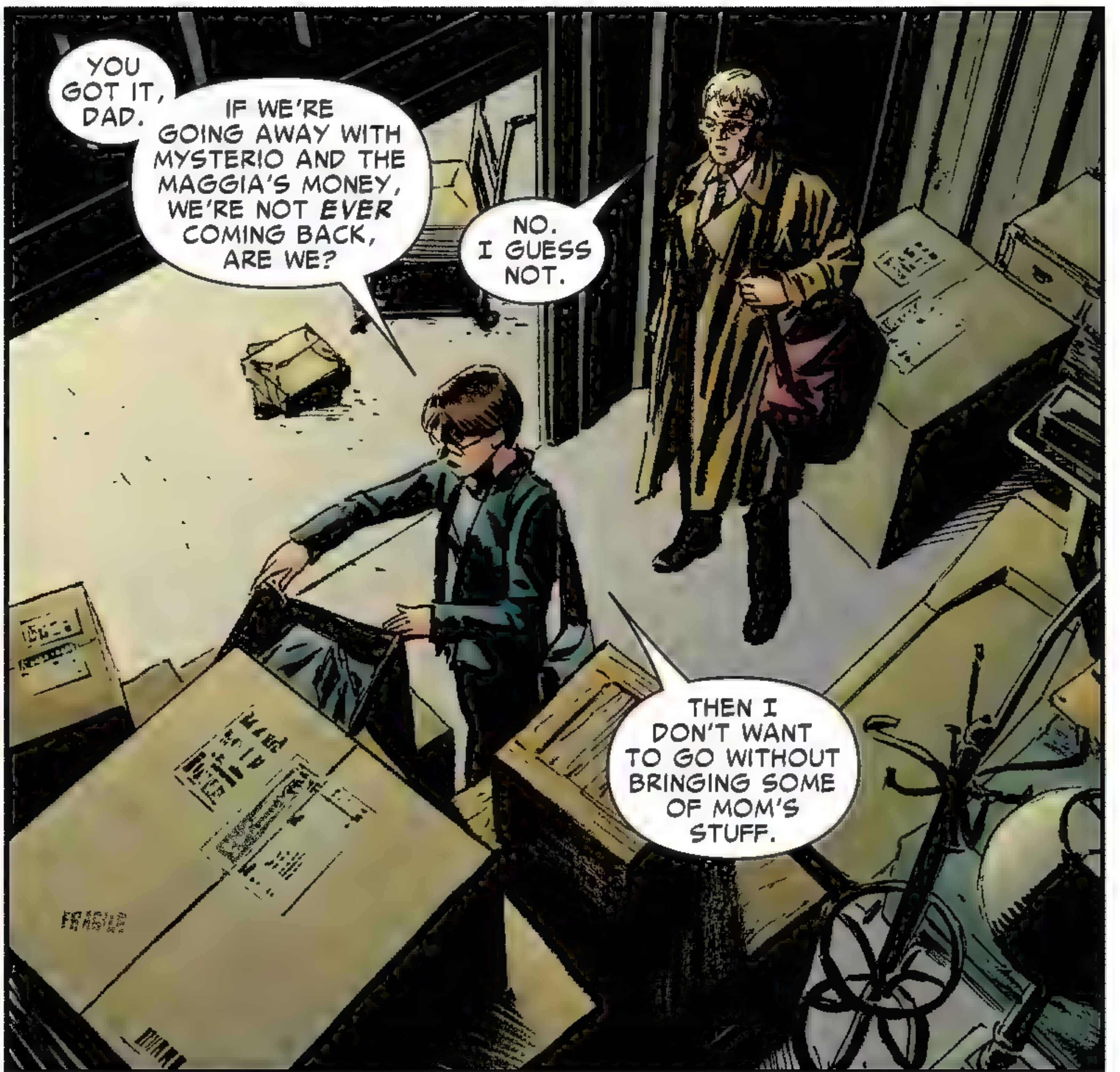
WAP



HAVE YOU EVER WITNESSED ITS UPPER LIMIT?

UM. NO...







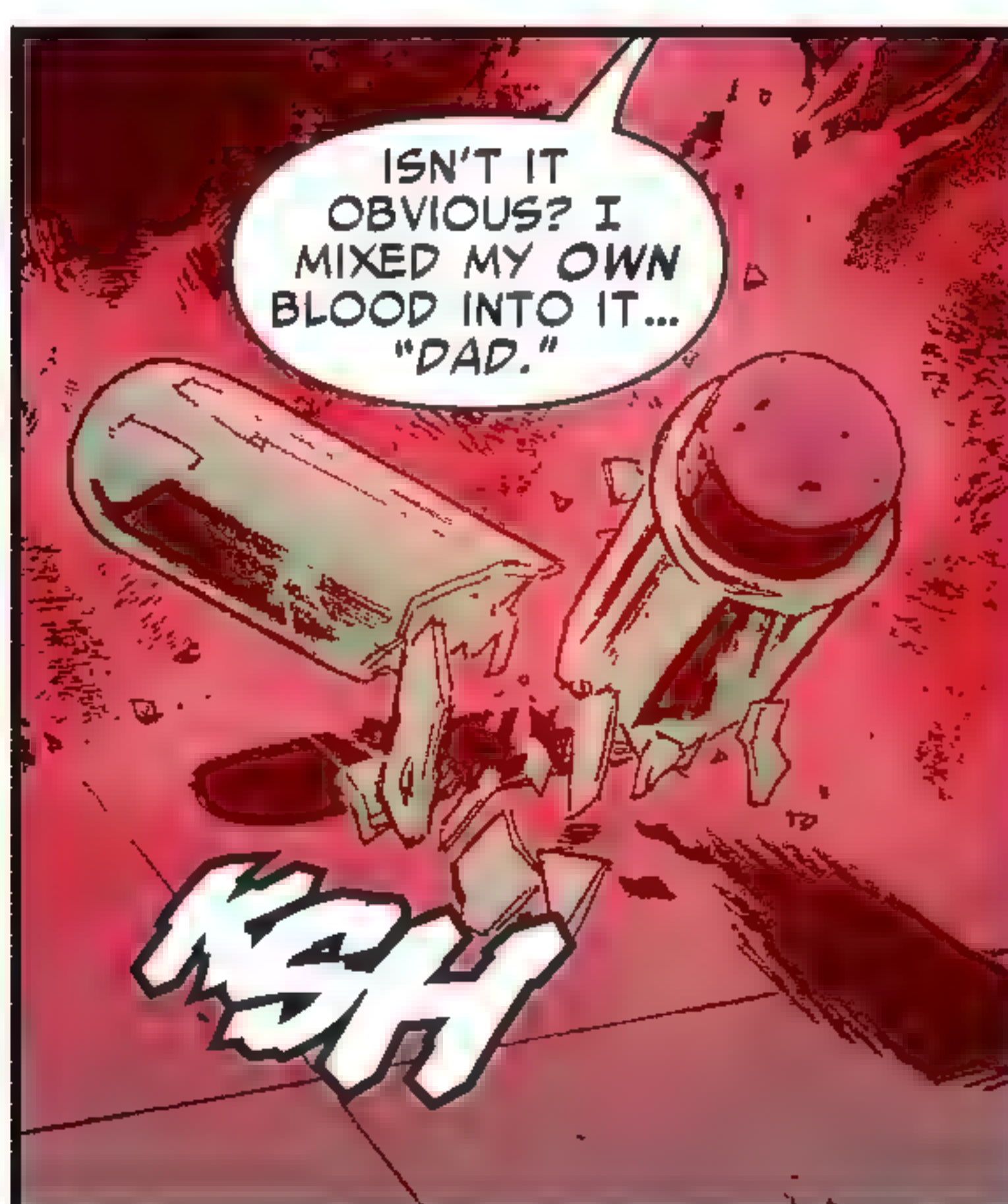
THIS IS THE
DEVIL'S BREATH
POISON.

IT'S
DESIGNED TO
ONLY KILL PEOPLE
FROM A SPECIFIC
BLOODLINE.

I SYNTHESIZED
THIS TONIGHT FROM
A SAMPLE I FOUND
AT THE EMPYREAN
CRIME SCENE.



WHAT ARE
YOU PLAYING
AT?



ISN'T IT
OBVIOUS? I
MIXED MY OWN
BLOOD INTO IT...
"DAD."



CARLIE-BEAR?
WHY WOULD
YOU--?



THE WAY
I SEE IT, THERE
ARE TWO POSSIBILITIES.
EITHER YOU'RE NOT
RAY COOPER, YOU'RE AN
ACTOR THAT MYSTERIO
OR THE MAGGIA
HIRED.

SOMEONE
TRYING TO TRICK
ME INTO THINKING MY
DAD WAS A DIRTY COP
WHO FAKED HIS
OWN DEATH.

OR YOU
REALLY ARE
THAT MAN...



...AND MY BIOLOGICAL
FATHER. AND THIS GAS
WILL KILL YOU IN A
MATTER OF
SECONDS.

IF THAT'S
THE CASE, I DON'T
CARE. BECAUSE THE MAN
I THOUGHT YOU WERE,
HE DIED INSIDE YOU
YEARS AGO.

NO...

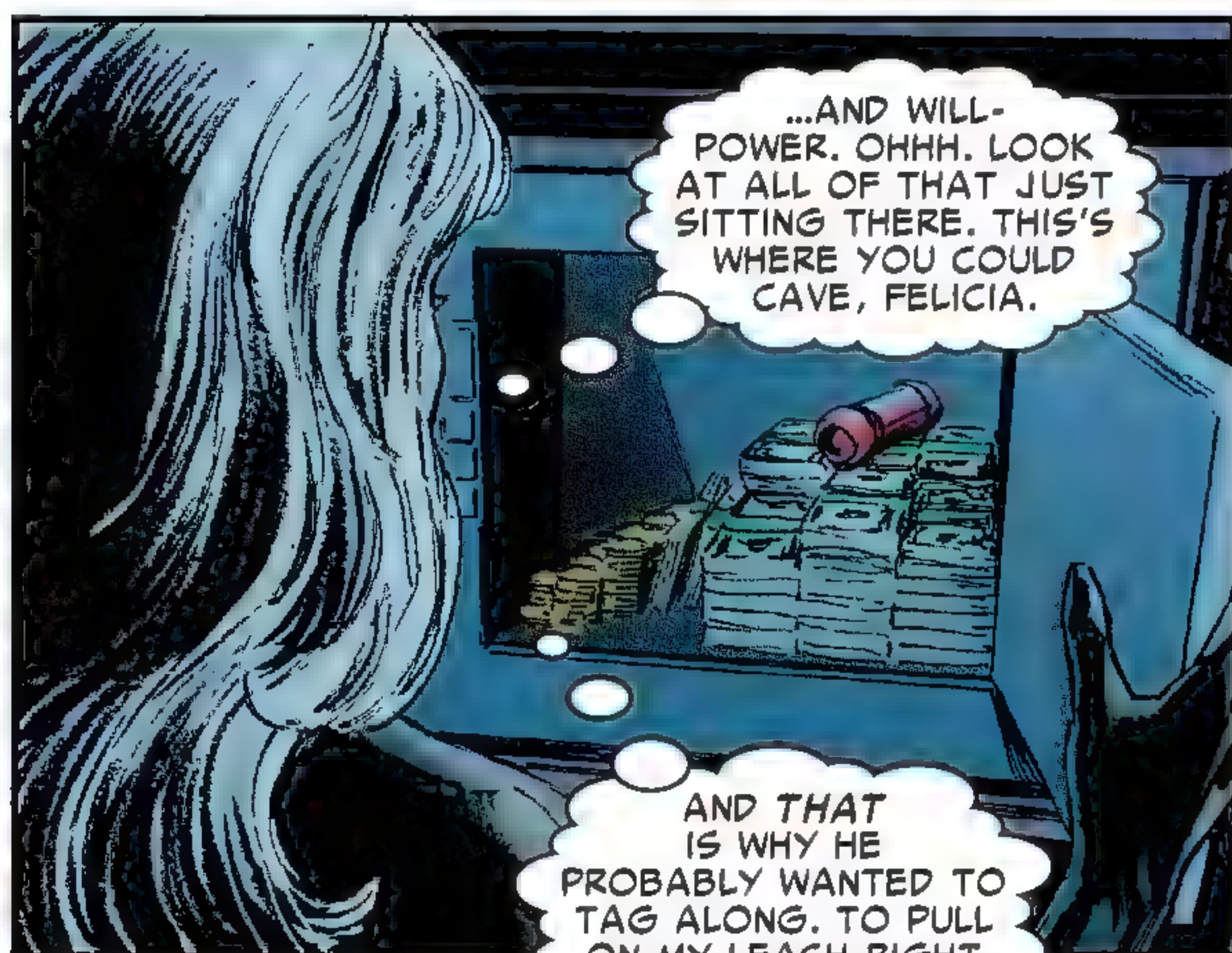




ALLMOST
GOT IT.
THERE!

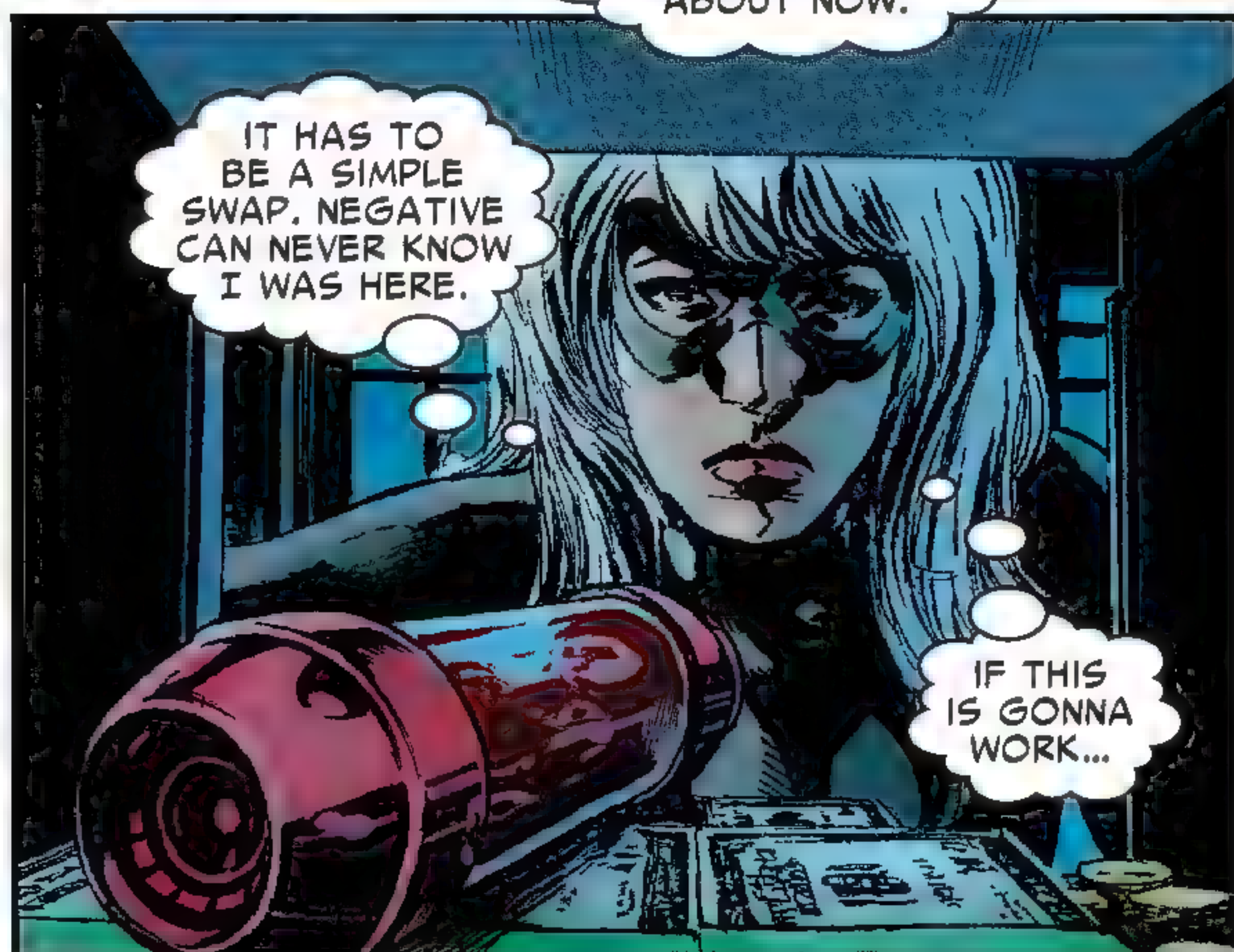
I'M SURE
SPIDEY THINKS
I SKATE BY ON
LUCK, BUT THIS
TAKES LOTS
OF WORK...

TIUU
TIUU
TIUU
KLOK



...AND WILL-
POWER. OHHH. LOOK
AT ALL OF THAT JUST
SITTING THERE. THIS'S
WHERE YOU COULD
CAVE, FELICIA.

AND THAT
IS WHY HE
PROBABLY WANTED TO
TAG ALONG. TO PULL
ON MY LEASH RIGHT
ABOUT NOW.



IT HAS TO
BE A SIMPLE
SWAP. NEGATIVE
CAN NEVER KNOW
I WAS HERE.

IF THIS
IS GONNA
WORK...



"...THERE CAN'T
BE ONE THING
OUT OF PLACE."

I KNOW
YOU'RE AROUND HERE,
SPIDER-MAN. IF YOU
CAN HEAR ME, THERE'S
SOMETHING I NEED
TO IMPRESS
UPON YOU.

I LIVE BY
A CODE. IT MIGHT
NOT BE ONE THAT YOU
CAN UNDERSTAND OR
AGREE WITH, BUT IT IS
ABSOLUTE AND I AM
BOUND BY IT.

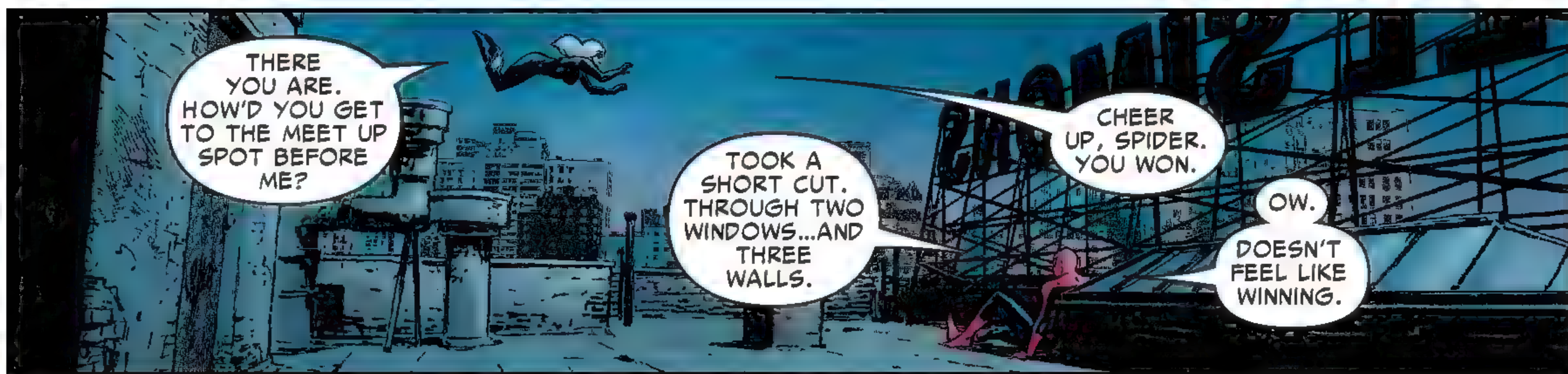


AND IT
TELLS ME THAT
I MUST VISIT MY
WRATH UPON YOU
LIKE NEVER
BEFORE.

YOU HAVE
INVADED MY
HOME. I CANNOT
LET THAT
PASS.

THE
PRICE FOR IT
WILL BE MOST...
TERRIBLE.





THERE YOU ARE. HOW'D YOU GET TO THE MEET UP SPOT BEFORE ME?

TOOK A SHORT CUT. THROUGH TWO WINDOWS...AND THREE WALLS.

CHEER UP, SPIDER. YOU WON.

OW. DOESN'T FEEL LIKE WINNING.



SAYS THE MAN WHO GOT WHAT HE WANTED.

MY BLOOD. GOOD. I COULD USE A QUART ABOUT NOW. SO NEGATIVE HAS...?

A VIAL OF PIG'S BLOOD, COURTESY OF A LOCAL BUTCHER SHOP.

NEXT TIME HE TRIES TO USES THAT GAS...



...YOU'LL HAVE ONE OVER ON 'IM.

SPEAKING OF HAVING ONE OVER ON SOMEONE...

CAT...



...YOU OWE ME ONE, SPIDER. AND HERE'S WHERE I COLLECT.

OW. RIBS.

MY BACK.

OOH! GROIN!



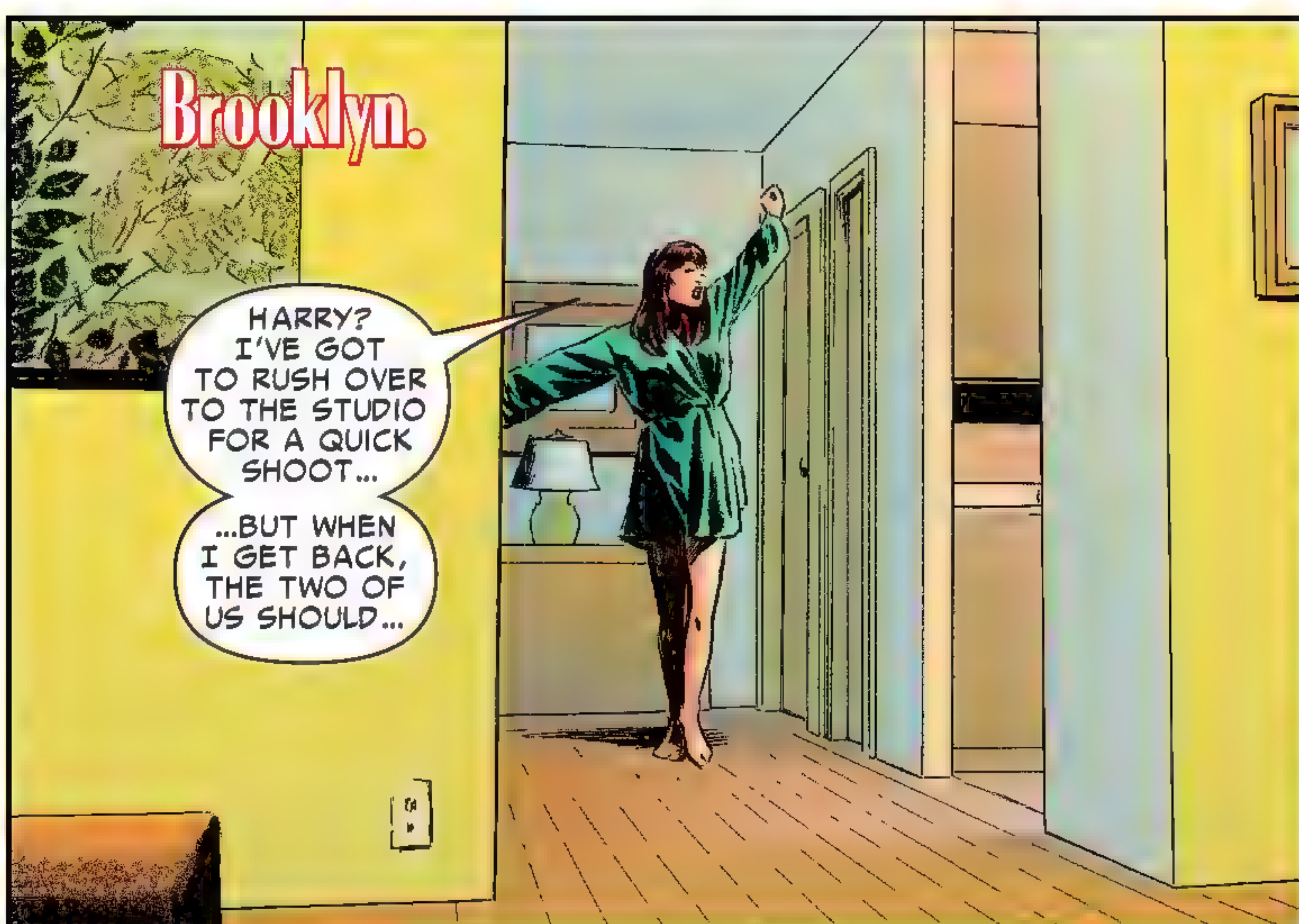
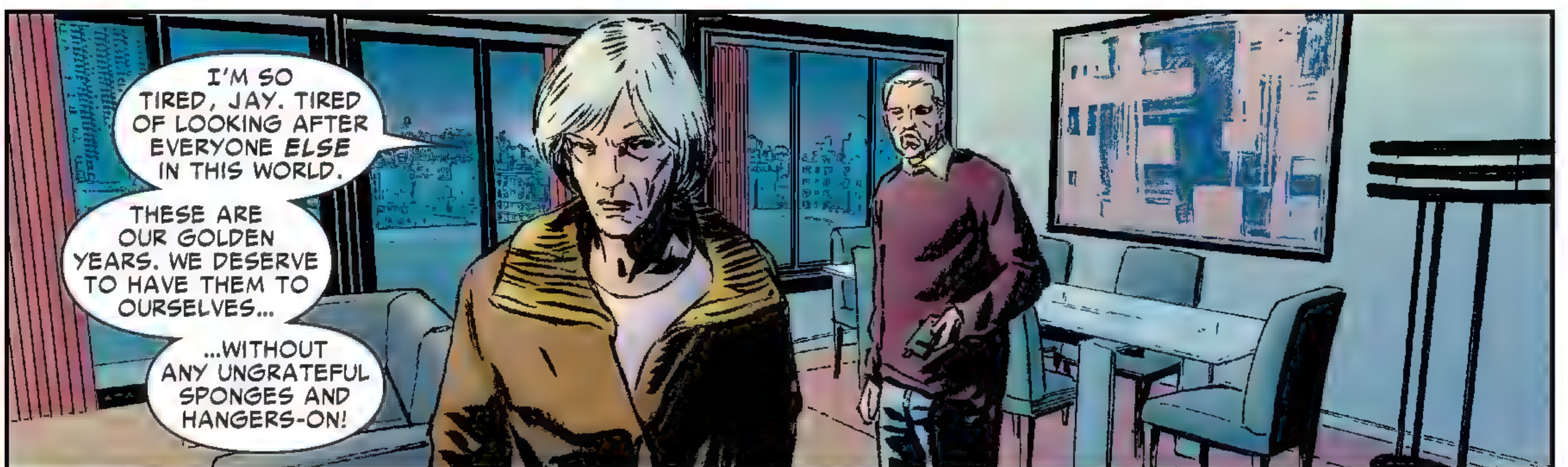
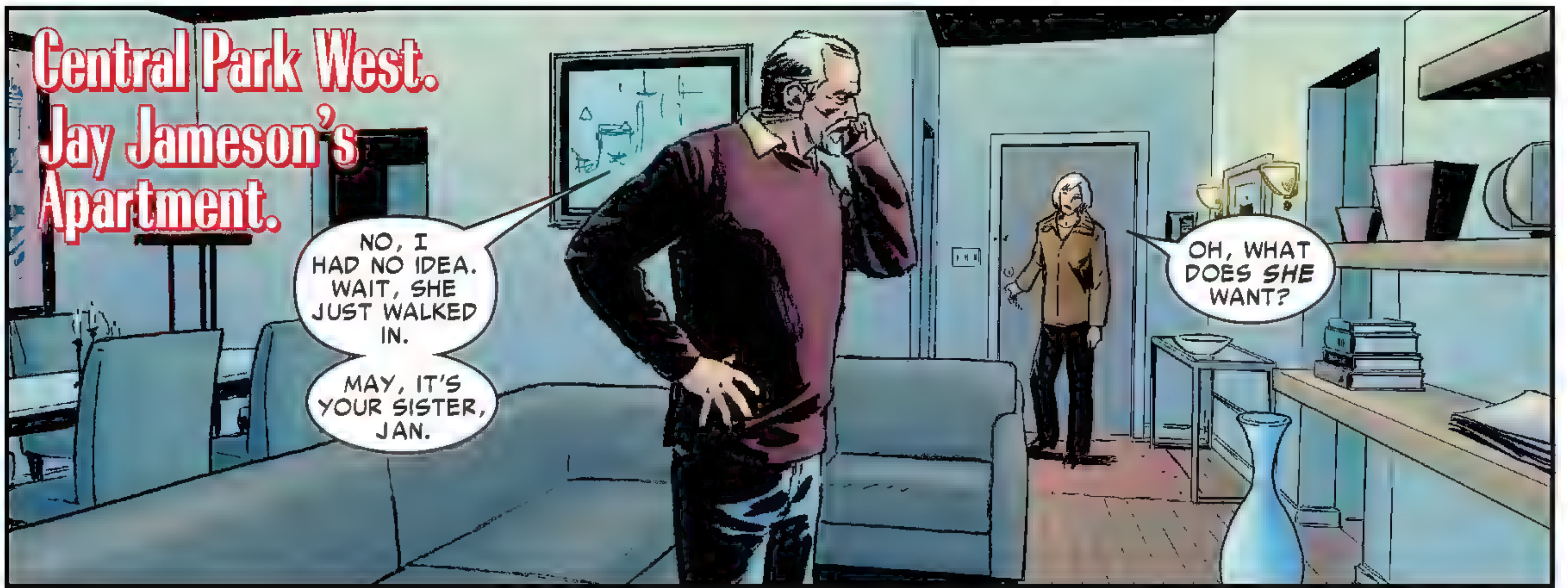
~SIGH~ YOU CAN DO WHATEVER A SPIDER CAN, RIGHT?

YEAH?



WHEN YOU CAN DO WHATEVER A MAN CAN, CALL ME.

YEAH. SHE'S A KEEPER. SOMEONE YOU CAN BRING HOME TO THE FOLKS.





I'M DREAMING, RIGHT? SINCE WHEN CAN MR. MONEYBAGS...?

FLOP TWO OVER HARD, WITH A SHORT STACK, AND A SIDE A' BACON?

YOU'VE BEEN GONE A WHILE, RED. THINGS CHANGE. Y'KNOW I ALSO BREW ONE HECKUVA POT A' COFFEE.



MR. O, THIS COULD BE THE BEGINNING OF A BEAUTIFUL FRIENDSHIP.



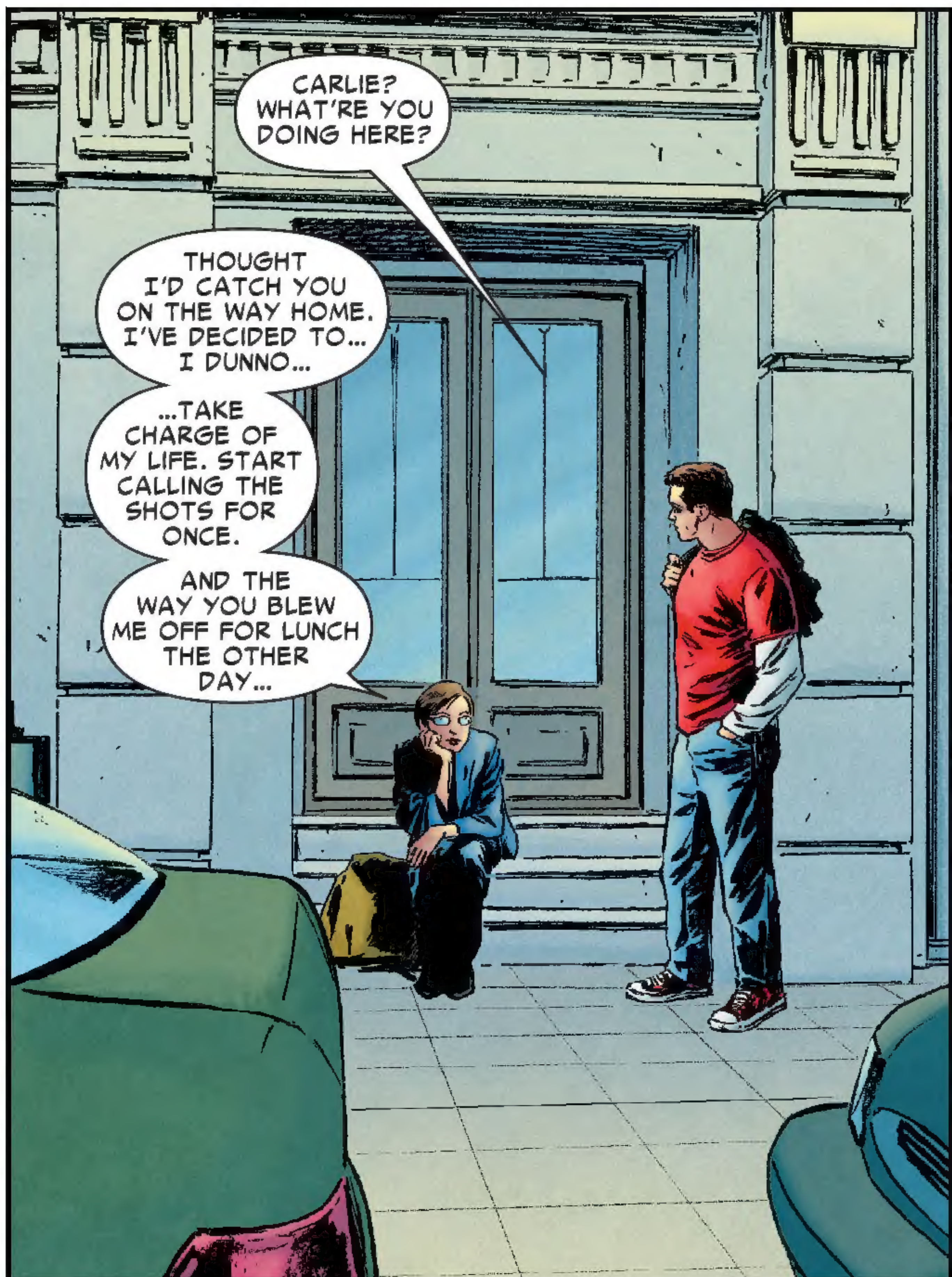
The Lower East Side.

OW. I'M GONNA BE FEELING THIS FOR SOME TIME. BUT IT WAS WORTH IT...

...JUST KNOWING THAT NEGATIVE CAN'T HOLD HIS KILL-SPIDEY-GAS OVER MY HEAD ANYMORE.

NOW HE'LL JUST HAVE TO GET RID OF ME THE OLD-FASHIONED WAY... LIKE PUNCHING ME TO THE MOON.

PETER?! OH MY GOD! WHAT HAPPENED TO YOU?



CARLIE? WHAT'RE YOU DOING HERE?

THOUGHT I'D CATCH YOU ON THE WAY HOME. I'VE DECIDED TO... I DUNNO...

...TAKE CHARGE OF MY LIFE. START CALLING THE SHOTS FOR ONCE.

AND THE WAY YOU BLEW ME OFF FOR LUNCH THE OTHER DAY...



I WAS REALLY GONNA LAY INTO YOU, PETE.

BUT LOOKS LIKE SOMEONE BEAT ME TO IT.

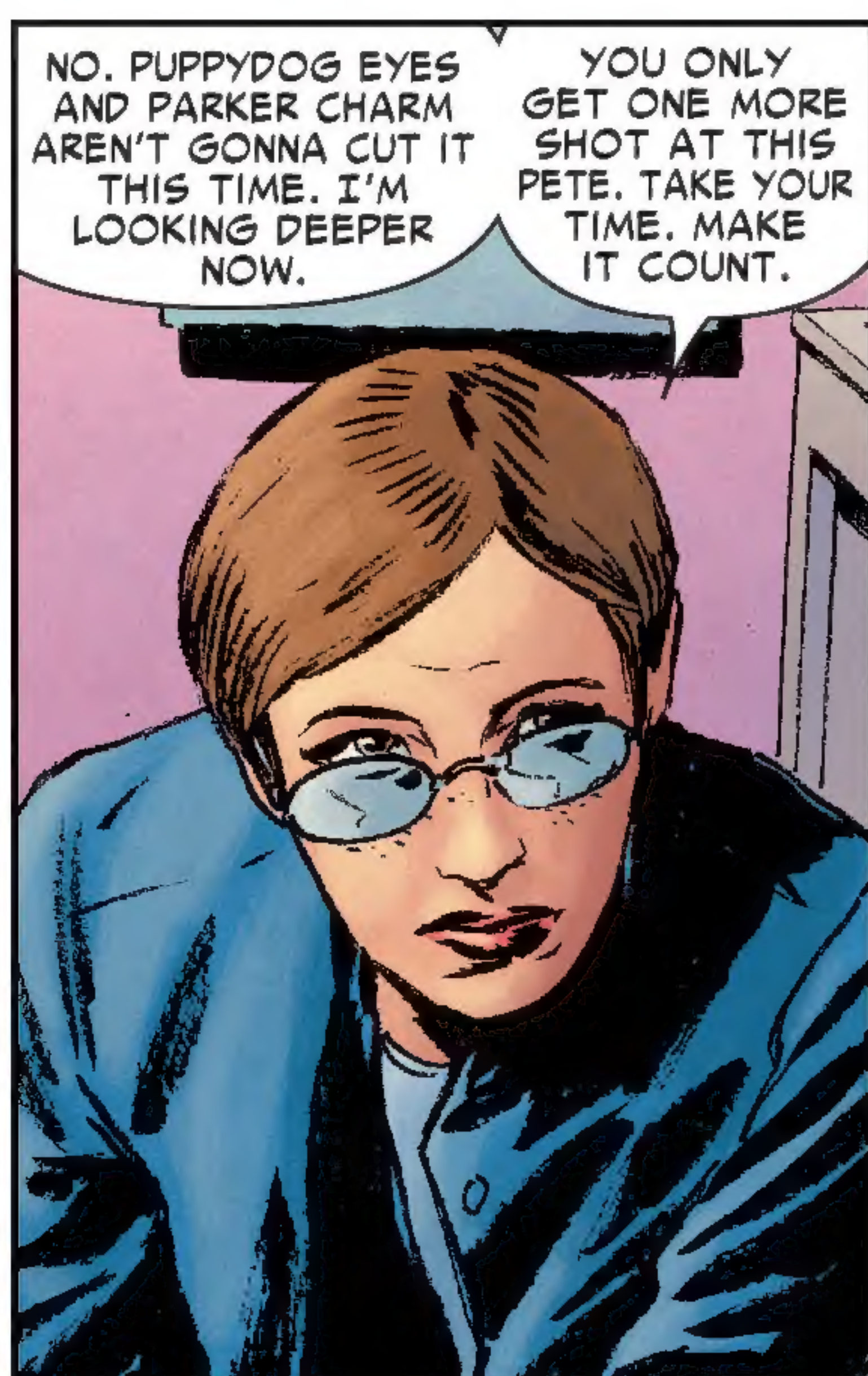
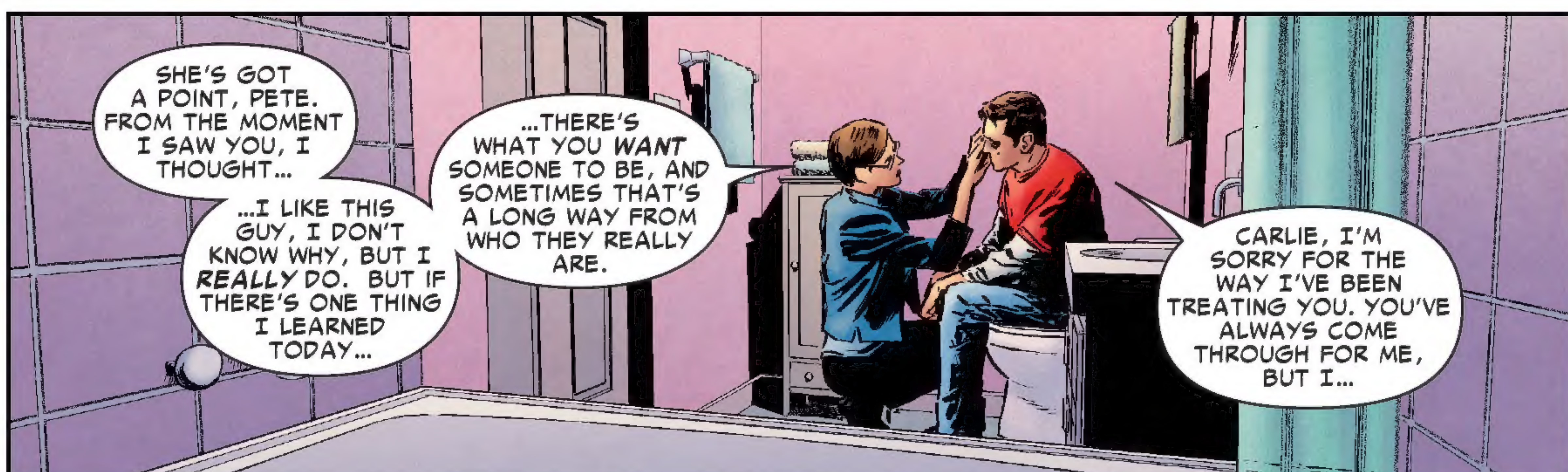
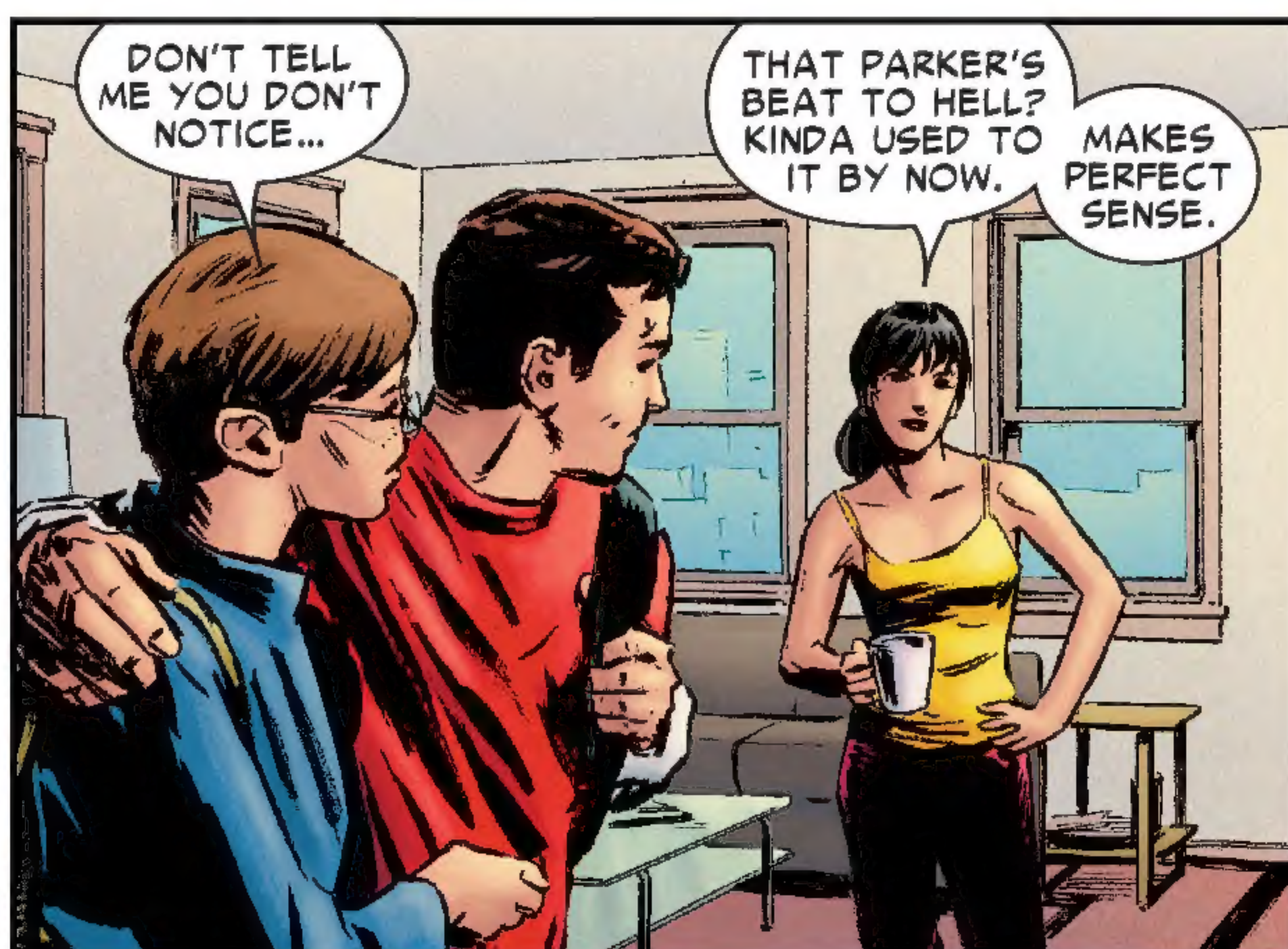
AH. RIGHT. THIS. I CAN EXPLAIN...

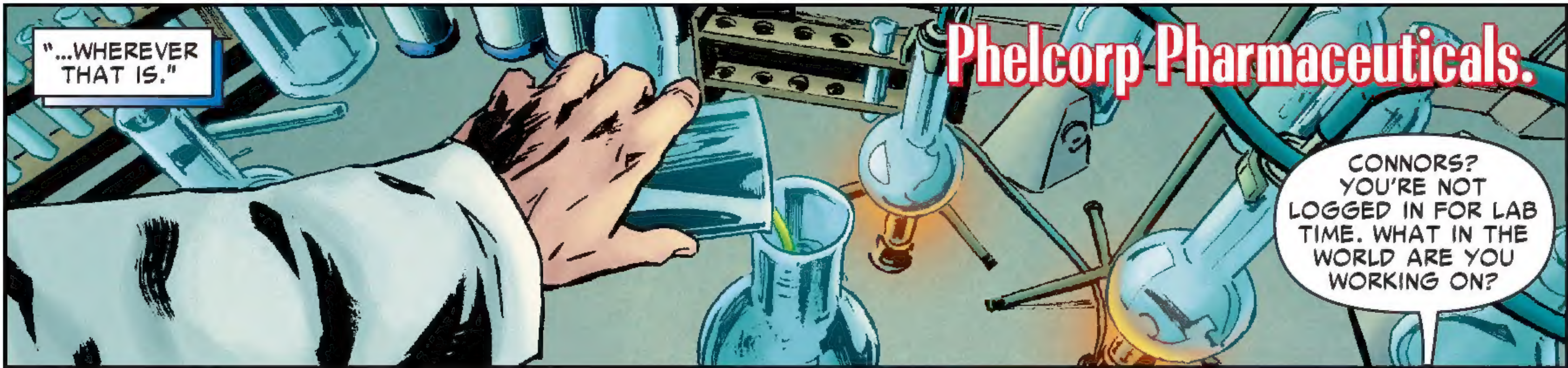


"YOU GOT ROUGHED UP WHILE ON AN ASSIGNMENT FOR FRONT LINE."

I'VE BEEN SAYING THAT A LOT, HUH?

C'MON, LET'S CLEAN YOU UP.





"...WHEREVER THAT IS."

Phelcorp Pharmaceuticals.

CONNORS?
YOU'RE NOT
LOGGED IN FOR LAB
TIME. WHAT IN THE
WORLD ARE YOU
WORKING ON?



OH!
MR. KING,
YOU DIDN'T
KNOCK.
I--

LET ME
CLEAR THIS
UP. I WAS
JUST--

ON SECOND
THOUGHT, THE
LESS I KNOW ABOUT
WHAT YOU'RE
DOING, THE
BETTER.



AS LONG
AS I HAVE A
GUARANTEE
THIS RESEARCH
OF YOURS--

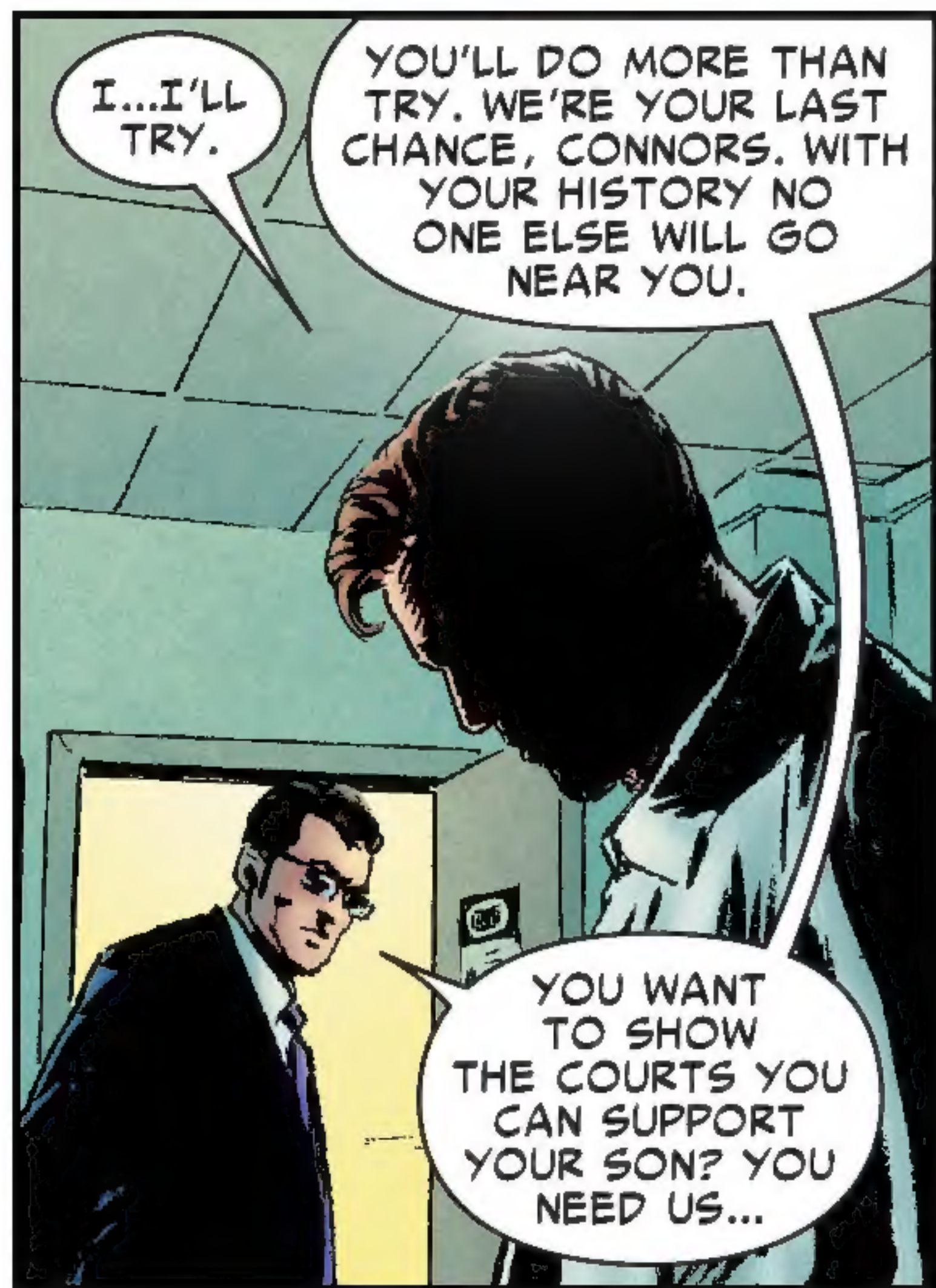
--WHICH
IS NOW
THE INTELLECTUAL
PROPERTY OF
PHELPCORP, IS GOING
TO PUT THIS
COMPANY ON THE
BLEEDING
EDGE.

MY WORK
WITH R-COMPLEX
STIMULATION HAS SHOWN
EARLY PROMISE...I THINK
WITHIN THE YEAR--



MAYBE WE GOT OUR WIRES
CROSSED SOMEWHERE,
CONNORS. WE HAVE
SEVERAL E.D. PATENTS
THAT EXPIRE
NEXT QUARTER.

I DON'T
CARE IF YOU'RE
MAKING 21ST
CENTURY SNAKE
OIL...I NEED
SOMETHING TO
TAKE UPSTAIRS
NEXT MONTH.



I...I'LL
TRY.

YOU'LL DO MORE THAN
TRY. WE'RE YOUR LAST
CHANCE, CONNORS. WITH
YOUR HISTORY NO
ONE ELSE WILL GO
NEAR YOU.

YOU WANT
TO SHOW
THE COURTS YOU
CAN SUPPORT
YOUR SON? YOU
NEED US...



DON'T
WORRY, SIR.
I'M THE MAN
FOR THIS
JOB...

...THE ONE
WHO'LL TAKE
YOU TO THE
BLEEDING
EDGE.

TO BE CONTINUED...SSSSSSOON...

the AMAZING SPIDER-MAN



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DAN BUCKLEY PUBLISHER
ALAN FINE EXEC. PRODUCER

What a week! A couple times a year we fly in some of the writers of your favorite Marvel Comics to go over plans for the next year or two. It's a really busy time since the place is crawling with creators and we still have books to get out. For me personally, it's doubly pressure filled this time around because my wife has gone on a business trip leaving me alone with my two kids. Unlike Brennan, I don't feel right just leaving my children to fend for themselves, so I'm trying to cater to their every need during this madness.

So to save time, I'm going to try writing this issue's letter column along with next week's. That way I'll have time to stop the kids from pantsing Slott (Because believe me no one needs to see that Doctor Octopus tattoo again).

So hang tight, strap in, hold on. Because your letters start...NOW!

Steve and His Amazing Friends,
Re: ASM #612

Wow. I absolutely never expected that finale. The Daily Bugle . . . GONE? I'm sure there are many younger/newer readers out there that don't grasp the significance of that event, but to us oldies, this is huge. Can you imagine if the Batcave was destroyed? Or the X-Mansion? Or the Baxter Building? Um . . . well, okay . . . the BATCAVE?

All right, so maybe significant places in the worlds of our favorite characters get destroyed from time to time. But that doesn't change the unexpected nature of this development. Plus, this just had a sense of finality to it that the others didn't.

Thanks to all of you for keeping us on our toes and never becoming complacent. You're constantly coming up with new ways to push and challenge the characters. What will JJJ do, now? We knew he couldn't be the mayor of NYC forever, but will this be the impetus for his departure (likely voluntary) from office? Will Dexter Bennett fade away or is there something else on the horizon for him? I'm anxious to find out!

I've been a huge fan of this run since the beginning and it's because of issues like this that I continue to be. You're constantly proving the detractors wrong and giving us books to truly appreciate. I've been reading Amazing Spider-Man since issue #229 (I was three years old) and I'm not going anywhere, anytime soon!

One question: Is there any chance of Felicia becoming a regular cast member? She always spices things up for Peter (read: complicates things for Peter and makes life fun for the readers).

Stephen Davidson
Danville, VA

Yep. Lots of Black Cat plans starting in this very issue and continuing in her own mini-series this summer. More on that soon.



And now two shameless attempts to get my attention...

Dear Webheads,

I've never written to a letter column before, but I just had to let you guys know what an awesome job that the writing team has been doing piecing these stories together. The expert use of drama, suspense, and mystery that has been displayed in climactic stories such as "Character Assassination," "American Son," and hopefully soon "The Gauntlet" has not been seen since the days of Lee and Ditko. I'm curious to know if we will see that new Vulture from "24/7" again. **(YES! In two issues! – Steve)**

I am now the proud father of a future Spidey fan, Evan Rylee Rose, who was born one day before the Gauntlet began! She is sure to inherit my Amazing Spider-Man collection, so I thought this would be an 'Amazing' way to announce her arrival.



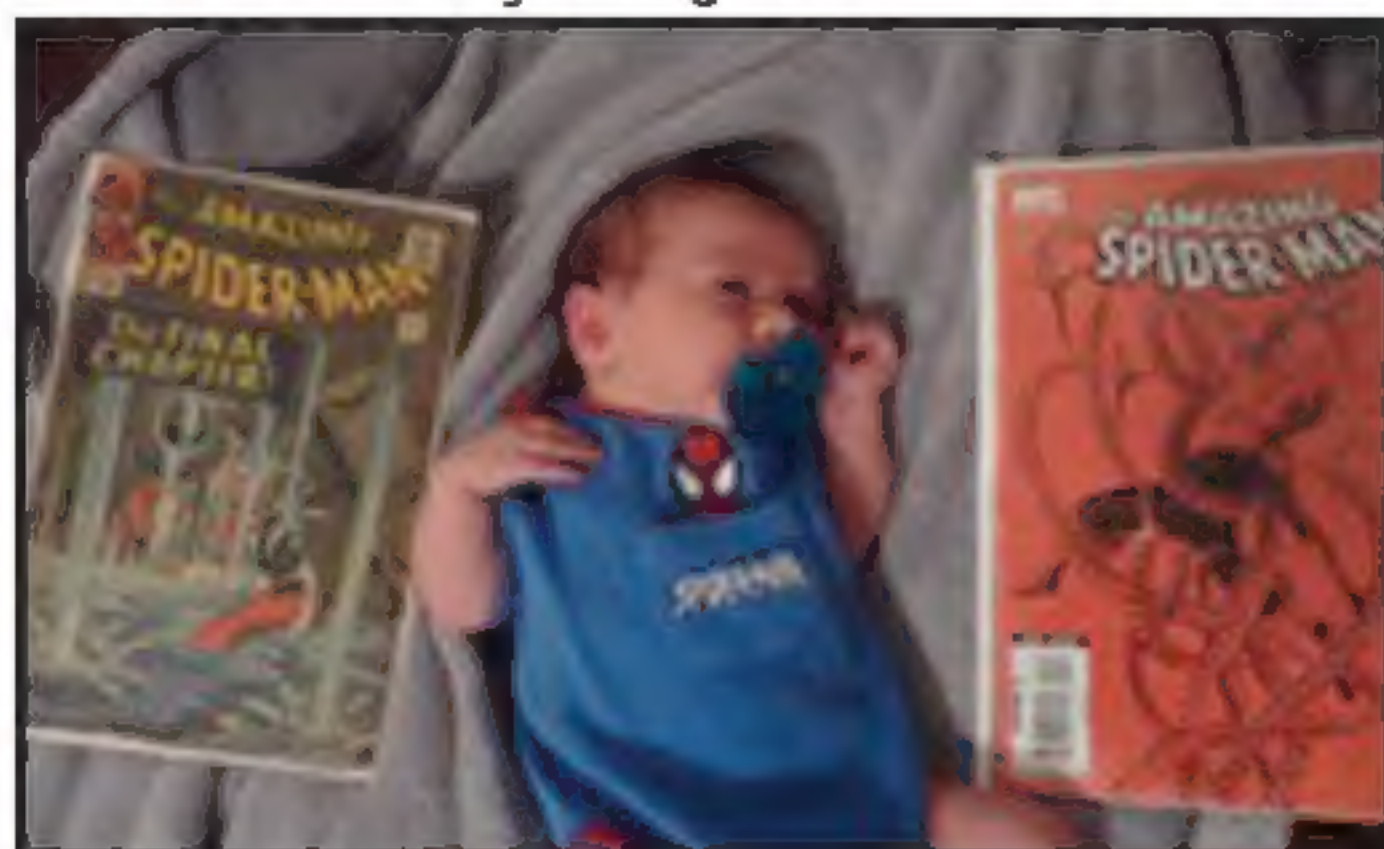
So until that day that Stormin' Norman Osborn and Peter Parker go on a picnic together... Make Mine Marvel!!

Josh S.
Via e-mail

Dear Spider-Mail,

On January 13, 2010, my daughter Emily Ellen Collier was born.

This was the happiest day of my life. I have always been a Spider-Man fan and it gives me great joy to be able to share the spectacular stories of Spidey with my daughter. Thank you for the wonderful memories and for the future moments with my daughter.



Web-head forever,
Brian Collier
Springfield, MO

First of all:
Oy! You people and your babies! Always going on about 'em and sending pictures to me. Isn't it kinda creepy to send pictures like this to a stranger in hopes they run it in a top-selling comic book?

Second of all:
In both cases I think it's pretty safe to assume the mother wasn't home when these pictures we taken.

Anyway, it's lucky for you dads I'm a soft touch.

HOWEVER it does seem a bit unfair to our readers who don't have kids. So to

spread the photo love around a bit, I will also be running pictures of any childless readers dressed as a baby.

So send 'em in! Brennan will screen these and make sure I don't get shown anything too creepy. Those get forwarded to Joe Kelly.



Spider-Crew,

Let me first say that Amazing just keeps getting better and better! The new villains were great, but the current revamping of the classic rogues is already brilliant! Although I thought Chameleon made more sense with the morphing powers, The new, vile version has already made up for the joke the character became in recent years.

Now we have an amped up, angrier Electro? Only Waid (and maybe Geoff Johns) could take a perennial punching bag/punchline and make him a formidable foe at last! I'm eagerly awaiting the rest of Gauntlet, especially the much-needed return of Mysterio! Keep up the fantastic work! Oh, and feel free to bring back Paper Doll anytime, as well!

Now, I feel I must respond to some statements posed by Wacker in the lettercol of #613. As far as his "Official answers"...

Oh, man, we're out of room! And so much anger was coming too! Worry not though, small-font-fans, because we're not just going to drop this letter here.

Nope...for the first time ever in Marvel history, this letter column is...

TO BE CONTINUED!

Viva Haiti!
Simperin' Steve
1/22/10

This issue's cover by Ed McGuinness, Dexter Vines and Morry Hollowell

NEXT!



DOUBLE SIZED FUN WITH MORBIUS AND... FLASH THOMPSON?!?!

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